

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

CONSOLIDATED EDISON COMPANY OF)
NEW YORK, INC.,)
Plaintiff,)
vs.) No. 01 CIV. 8520 (DC)
UGI UTILITIES, INC.,)
Defendant.)

STIPULATION OF DISMISSAL WITH PREJUDICE

Plaintiff Consolidated Edison Company of New York, Inc. and Defendant UGI Utilities, Inc., by and through undersigned counsel, and pursuant to Federal Rule of Civil Procedure 41(a), hereby stipulate to the following:

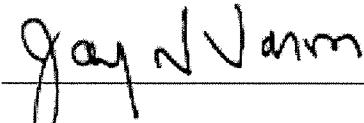
1. The parties have settled the remaining claims asserted herein, the terms of which are set forth in a separate Settlement Agreement and Mutual Release.
2. The parties hereby stipulate that this case be dismissed with prejudice with the parties to bear their own costs and attorneys' fees and request the Court to take any further action that may be necessary to effectuate this dismissal.

Dated: June 26, 2008

Respectfully submitted,



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